

IN THE UNITED STATES DISTRICT COURT  
FOR THE DISTRICT OF DELAWARE

IN RE: INTEL CORPORATION )  
DERIVATIVE LITIGATION ) Civil Action No. 08-cv-93 (JJF)

**DEFENDANTS' MOTION TO DISMISS VERIFIED AMENDED  
CONSOLIDATED SHAREHOLDER DERIVATIVE COMPLAINT  
OR, IN THE ALTERNATIVE, TO STAY THIS ACTION**

Defendants respectfully move for an order dismissing plaintiff's Verified Amended Consolidated Shareholder Derivative Complaint with prejudice on the following grounds:

- (1) Failure to comply with Rule 23.1 of the Federal Rules of Civil Procedure;
- (2) Failure to state a claim upon which relief can be granted;
- (3) Failure to plead contemporaneous ownership; and
- (4) The claims are barred by the applicable statute of limitations.

Defendants alternatively move for an Order staying this action in favor of the antitrust litigation styled, *In re Intel Corp. Microprocessor Antitrust Litigation*, MDL Docket No. 05-1717-JJF, Civil Action No. 05-441-JJF.

In support of its motion, defendants submit their accompanying Memorandum of Law in Support of Defendants' Motion to Dismiss Verified Amended Consolidated Shareholder Derivative Complaint, or, in the Alternative, to Stay This Action.

POTTER ANDERSON & CORROON LLP

OF COUNSEL:

Jonathan C. Dickey  
Marshall R. King  
GIBSON DUNN & CRUTCHER LLP  
200 Park Avenue  
New York, NY 10166-0193  
(212) 351-4000

By /s/ Stephen C. Norman  
Donald J. Wolfe, Jr. (I.D. #285)  
Stephen C. Norman (I.D. #2686)  
Hercules Plaza, 6<sup>th</sup> Floor  
1313 North Market Street  
P. O. Box 951  
Wilmington, Delaware 19899-0951  
(302) 984-6000  
E-mail: [dwolfe@potteranderson.com](mailto:dwolfe@potteranderson.com)  
E-mail: [snorman@potteranderson.com](mailto:snorman@potteranderson.com)  
*Attorneys for Defendants*

Dated: September 5, 2008

880490

**IN THE UNITED STATES DISTRICT COURT  
FOR THE DISTRICT OF DELAWARE**

**CERTIFICATE OF SERVICE**

I do hereby certify that, on September 5, 2008, the within document was filed with the Clerk of Court using CM/ECF which will send notification of such filing to the following, and that the document is available for viewing and downloading from CM/ECF:

Brian D. Long, Esquire  
Rigrodsky & Long, P.A.  
919 North Market Street  
Suite 980  
Wilmington, DE 19801

/s/ Stephen C. Norman

Stephen C. Norman (#2686)  
Potter Anderson & Corroon LLP  
Hercules Plaza – 6<sup>th</sup> Floor  
1313 North Market Street  
P. O. Box 951  
Wilmington, Delaware 19899  
(302) 984-6000  
snorman@potteranderson.com